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Florida Department of State
Division of Corporations

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To:
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From:
Account Name : EMPIRE CORPORATE KIT COMPANY
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TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

america soft media, l.l.c.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY OF**

AMERICA SOFT MEDIA, L.L.C.

ARTICLE I

The name of the Limited Liability Company shall: AMERICA SOFT MEDIA, L.L.C.

ARTICLE II

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the Act.

ARTICLE III

The mailing address and street address of the principal office of the Limited Liability Company is: 5445 COLLINS AVENUE # 809, MIAMI BEACH, FL 33140.

ARTICLE IV

The name and the Florida street address of the registered agent are ANDRES MONTEJO, ESQ., 6187 NW 167TH STREET, SUITE H-36, MIAMI, FL 33015.

ARTICLE V

The name of the Managers and Members of this Company shall be :

MEMBER

LUIS A. HENDERSON 49%

MANAGER

LUIS A. HENDERSON

MEMBER

PALUR S.A.- A URUGUAYAN CORPORATION 51%

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED
OFFICE/MEMBER/REPRESENTATIVE

AMERICA SOFT LTD'A
(Name of Company)

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in the articles of organization, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ANDRES MONTESO
Registered Agent


Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Luis A. Henderson
Typed or printed name of signer

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

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